

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
VOYAGER DIGITAL HOLDINGS, INC., <i>et al.</i> ,)	Case No. 22-10943 (MEW)
)	
Debtors. ¹)	(Jointly Administered)
)	

**THIRD SUPPLEMENTAL DECLARATION OF DARREN AZMAN IN
CONNECTION WITH THE EMPLOYMENT OF McDERMOTT WILL &
EMERY LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS OF VOYAGER DIGITAL HOLDINGS, INC., ET AL.**

Pursuant to 28 U.S.C. § 1746, I, Darren Azman, hereby declare under penalty of perjury that the following is true and correct to the best of my knowledge, information, and belief:

1. I am a partner in the law firm of McDermott Will & Emery LLP (“McDermott”) and resident in McDermott’s New York office at One Vanderbilt Avenue, New York, New York 10017-3852. I am a member in good standing of the Bars of the States of Massachusetts and New York. There are no disciplinary proceedings against me.
2. I submit this third supplemental declaration (the “Third Supplemental Declaration”), pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure, to supplement the disclosures contained in my original declaration (the “Original Declaration”), attached as Exhibit B to the *Application for Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel for the Official Committee of Unsecured Creditors of Voyager Digital Holdings, et. al, Effective as of July 22, 2022* [Docket No. 317]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Voyager Digital Holdings, Inc.’s and Voyager Digital Ltd.’s principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003. Voyager Digital, LLC’s principal place of business is 701 S. Miami Ave, 8th Floor, Miami, FL 33131.

(the “Application”),² the *First Supplemental Declaration of Darren Azman in Support of the Application for Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors of Voyager Digital Holdings, Inc., et al., Effective as of July 22, 2022* [Docket No. 385] (the “First Supplemental Declaration”), and the *Second Supplemental Declaration of Darren Azman in Connection with the Employment of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors of Voyager Digital Holdings, Inc., et, al.* [Docket No. 749] (the “Second Supplemental Declaration,” and together with the Original Declaration and First Supplemental Declarations, the “Prior Declarations”). Except as otherwise set forth herein, this Third Supplemental Declaration does not replace anything in the Application, the Original Declaration, the First Supplemental Declaration, or the Second Supplemental Declaration.

3. On November 11, 2022, FTX Trading Ltd. and certain of its affiliates, including West Realm Shires Inc. (“West Realm Shires”) and Alameda Research LLC (“Alameda”) (collectively, the “FTX Debtors”), commenced chapter 11 cases in the United States Bankruptcy Court for the District of Delaware.

4. West Realm Shires and Voyager Digital, LLC entered into that certain Asset Purchase Agreement, dated September 27, 2022, pursuant to which West Realm Shires agreed to purchase a significant portion of the Debtors’ assets. Following the collapse of and subsequent bankruptcy filing by the FTX Debtors, the Debtors unwound the Asset Purchase Agreement with West Realm Shires. As a result of the foregoing the Debtors may have certain claims against the FTX Debtors. Similarly, the FTX Debtors may have certain claims against the Debtors.

² Capitalized terms used but not defined herein have the meanings given to such terms in the Application.

5. Certain of the Debtors in these Chapter 11 Cases entered into an unsecured loan agreement, dated as of June 21, 2022, by and among Voyager Digital Holdings, Inc., as the borrower, Voyager Digital Ltd., as the guarantor, and certain FTX Debtors, as the lender. The Debtors and the FTX Debtors may have certain claims against each other relating to this loan facility.

6. Voyager Digital Ltd. was party to certain loan agreements with Alameda. Alameda has indicated that it may have certain claims against Voyager Digital Ltd. pursuant to Bankruptcy Code section 547(b) related to Alameda's repayment of these loans to Voyager Digital Ltd.

7. McDermott represents Mr. Stephen Curry as a defendant in a class action lawsuit filed on behalf of certain creditors of the FTX Debtors concerning FTX-related endorsements.³ The lawsuit was filed in the United States District Court for the Southern District of Florida and is wholly unrelated to the Debtors or these Chapter 11 Cases. None of the FTX Debtors are parties in this class action lawsuit. McDermott has not and will not represent Mr. Curry in connection with any matters related to the Debtors or these Chapter 11 Cases.

8. McDermott represents SC30 Inc., which may assert claims against certain of the FTX Debtors. Such claims relate to certain contracts that are wholly unrelated to the Debtors or these Chapter 11 Cases. McDermott has not and will not represent SC30 Inc. in connection with any matters related to the Debtors or these Chapter 11 Cases.

9. McDermott represents Multicoin Capital Management, LLC (and certain of its affiliates) (collectively, "Multicoin") in connection with claims that Multicoin has against

³ *Garrison v. Sam Bankman-Fried, et al.*, Case No. 22-23753 (S.D. Fla. 2022).

certain of the FTX Debtors. These claims are wholly unrelated to the Debtors or these Chapter 11 Cases. McDermott has not and will not represent Multicoin in connection with any matters related to the Debtors or these Chapter 11 Cases.

10. McDermott represented Pixel Curators, LLC (“Pixel”), a venture fund, in connection with the creation of a limited partnership. FTX Ventures Ltd., an FTX Debtor, is an investor in the limited partnership. McDermott is representing Pixel in connection with the FTX Debtors chapter 11 cases. This representation is wholly unrelated to the Debtors or these Chapter 11 Cases. McDermott has not and will not represent Pixel in connection with any matters related to the Debtors or these Chapter 11 Cases.

11. On July 13, 2022, Celsius Network LLC and certain of its affiliates (collectively, “Celsius”) commenced chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York.

12. On December 14, 2022, Celsius filed a motion in these Chapter 11 Cases seeking an order (i) lifting the automatic stay, and (ii) granting leave for Celsius to file a late proof of claim [Docket No. 727].

13. McDermott represented WestCap Management LLC (“WestCap”) in connection with its 2021 equity investment in Celsius Mining LLC, an affiliate of Celsius. McDermott continues to represent WestCap in connection with Celsius-related matters, with Milbank LLP acting as lead bankruptcy counsel to WestCap. These matters are wholly unrelated to the Debtors or these Chapter 11 Cases. McDermott has not and will not represent WestCap in connection with any matters related to the Debtors or these Chapter 11 Cases.

14. McDermott represents the Cred Inc. Liquidation Trust (the “Cred Liquidation Trust”), which has asserted a litigation claim against Celsius. This claim is wholly unrelated to

the Debtors or these Chapter 11 Cases. McDermott has not and will not represent the Creditor's Liquidation Trust in connection with any matter related to the Debtors or these Chapter 11 Cases.

15. Based on the Prior Declarations and the supplemental disclosures set forth in this Third Supplemental Declaration, McDermott (i) is a "disinterested person" as defined in Bankruptcy Code section 101(14) and (ii) neither holds nor represents an interest adverse to the Debtors or their estates. Therefore, McDermott remains eligible to serve as counsel to the Committee under Bankruptcy Code section 1103(b).

16. McDermott will continue to make additional disclosures as necessary and appropriate, and as new material facts or relationships are discovered or arise.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: January 24, 2023

/s/ Darren Azman

Darren Azman
Partner
McDermott Will & Emery LLP

CERTIFICATE OF SERVICE

I hereby certify that on this 24th day of January 2023, I caused a true and correct copy of the foregoing *Third Supplemental Declaration of Darren Azman in Connection with the Employment of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors of Voyager Digital Holdings, Inc., et al.* to be served on the Service List via (i) electronic notification pursuant to the CM/ECF system for the United States Bankruptcy Court for the Southern District of New York, (ii) e-mail, or (iii) First Class U.S. Mail, as indicated in attachment hereto.

/s/ Darren Azman _____

Darren Azman

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